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December 22, 2004

Mary L. Cottrell, Secretary
Department of Telecommunications & Energy
Commonwealth of Massachusetts
One South Station, Second Floor
Boston, MA 02110

Re: D.T.E. 04-33 – Verizon’s Petition for Arbitration

Dear Ms. Cottrell:

In light of the Department’s recent Procedural Order in this proceeding, Verizon Massachusetts’ (“Verizon MA”) hereby files Amendment No. 2 to its interconnection agreements (“ICAs”).

On September 14, 2004, Verizon MA filed an amendment to its ICAs to reflect changes in unbundling obligations resulting from the *Triennial Review Order, USTA II*, and the *Interim Rules Order*.¹ That amendment replaced Verizon MA’s *TRO* amendment originally filed with its Petition for Arbitration on February 20, 2004.

During the course of ongoing negotiations, carriers have sought to add terms to the ICAs relating to issues that were not part of Verizon MA’s September 14th amendment. They include access to FTTP loops, hybrid loops and subloops, and commingling of UNEs and wholesale services. The enclosed Amendment No. 2 reflects

¹ Report and Order and Order on Remand and Further Notice of Proposed Rulemaking, *Review of the Section 251 Unbundling Obligations of Incumbent Local Exchange Carriers*, 18 FCC Rcd 16978 (2003) (“*Triennial Review Order*” or “*TRO*”), vacated in part and remanded, *United States Telecom Ass’n v. FCC*, Nos. 00-1012 *et al.*, 359 F.3d 554 (D.C. Cir. 2004) (“*USTA II*”); Order and Notice of Proposed Rulemaking, *In the Matter of Unbundled Access to Network Elements Review of the Section 251 Unbundling Obligations of Incumbent Local Exchange Carriers*, WC Docket No. 04-313, CC Docket No. 01-338, released August 20, 2004 (“*Interim Rules Order*”).

alternate language proposed by Verizon to address those issues and, thus is a statement of Verizon's position on the issues raised by the CLECs' amendments.²

Please do not hesitate to contact me if you have any questions. Thank you for your assistance in this matter.

Very truly yours,

/s/Barbara Anne Sousa

Barbara Anne Sousa

cc: Tina Chin, Esquire, Hearing Officer
Michael Isenberg, Esquire, Director – Telecommunications Division
April Mulqueen, Assistant Director – Telecommunications Division
Paula Foley, Assistant General Counsel
Attached D.T.E. 04-33 Service List
Attached D.T.E. 04-33 Exhibit B Carrier List

² CLECs that seek to obtain the terms set forth in Amendment No. 2 have likely already negotiated with Verizon as to that amendment. If any CLEC has not already concluded negotiations as to Amendment 2, then it should contact Verizon immediately so that the parties may conclude any remaining negotiations in accordance with the Department's recent Procedural Order. If a CLEC does not already have an established contact at Verizon for *TRO* amendment negotiations, it may contact Verizon at the following address: Manager – Contract Management, Verizon Wholesale Markets, 600 Hidden Ridge, HQEWNOTICES-CM, Irving, TX 75038, fax: 972-719-1519, email: contract.management@verizon.com.